

## Glass Lewis and ISS 2019 Voting Guidelines

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Both Glass Lewis and ISS, the leading providers of corporate governance and proxy advisory services, have now published their 2019 proxy voting guidelines. The Glass Lewis guidelines will take effect for meetings held after January 1, 2019. The ISS guidelines will be applied for shareholder meetings held on or after February 1, 2019. The updates to both of their guidelines focus on board gender diversity, conflicting management and shareholder proposals, and social and environmental matters, among other changes. In addition, minor-clean up changes have been made to each set of guidelines.

Attached is the firm memorandum discussing the updated proxy voting guidelines.

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